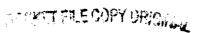
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September 30, 2011

### VIA OVERNIGHT DELIVERY

Federal Communications Commission Wireline Competition Bureau P.O. Box 979091 St. Louis, Missouri 63197-9000

Re:

Application for Approval of a Transfer of Control

SelecTel, Inc.

To Whom It May Concern:

Enclosed please find for filing an original and five (5) copies of Application for approval of a Transfer of Control for SelecTel, Inc. pursuant to Section 214 of the Communications Act of 1934, as amended, 47 U.S.C. § 214.

Also enclosed please find a copy of the submitted filing fee check in the amount of \$1,015.00, FCC Form 159 and coverletter submitted to US Bank, Government Lockbox for payment on September 30, 2011.

If you have any questions regarding the foregoing, please do not hesitate to call me. Thank you.

Respectfully somitted,

Layon InM. Steinhart
Attorney for SelecTel, Inc.

**Enclosures** 

# Before the FEDERAL COMMUNICATIONS COMMISSION Washington, D.C. 20554

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In the Matter of	)
SELECTEL, INC.	) WC Docket No.
FRN No. 0018498352	) File No. ITC-T/C-
Application Pursuant to Section 214 of the	)
Communications Act of 1934, as amended,	)
and Sections 63.04 and 63.24 of the	)
Commission's Rules for Approval of the	)
Transfer of Control of a Company Holding	)
Domestic and International Section 214 Authority	)

#### APPLICATION

SelecTel, Inc. ("Applicant"), hereby requests approval from the Federal Communications Commission (the "Commission") pursuant to Section 214 of the Communications Act of 1934, as amended (the "Act"), 47 U.S.C. § 214, and Sections 1.763, 63.03, 63.04, 63.18, and 63.24(e) of the Commission's rules, to transfer control of SelecTel, Inc. from Lanz Jackson ("Transferor") to Matt O'Flaherty, Teri O'Flaherty and Stacy Hergenrader (hereinafter referred to individually as a "Transferee or collectively as "Transferees"), as described herein, including control of Applicant's International Section 214 authorization, and thereafter to transfer Applicant's assets to Transferees (the "Transaction").

<sup>&</sup>lt;sup>1</sup> Amendment of Parts 1 and 63 of the Commission's Rules, 22 FCC Rcd 11398, ¶ 38 (2007) (indicating that asset acquisitions should be treated as assignments under the Commission's international Section 214 rules); Implementation of Further Streamlining Measures for Domestic Section 214 Authorizations, 17 FCC Rcd 5517, ¶ 59 (2002) (finding that asset acquisitions should be treated as assignments under the Commission's international Section 214 rules);

#### I. REQUEST FOR STREAMLINED TREATMENT OF APPLICATION

Under Section 63.04(b) of the Commission's rules, the Applicants are filing a combined domestic and international application, and the Applicants respectfully request streamlined treatment of this Application pursuant to Sections 63.03 and 63.12 of the Commission's rules. This Application is eligible for streamlined processing pursuant to Section 63.03(b)(2) of the Commission's rules because: (1) the proposed Transaction will result in Applicant having a market share in the interstate interexchange market of less than ten percent (10%); (2) Applicant will provide competitive telephone exchange services exclusively in geographic areas served by a dominant local exchange carrier that is not a party to the Transaction; and (3) the Applicant nor any of their affiliates are regulated as dominant with respect to any service. This Application also qualifies for streamlined treatment under Section 63.12 of the Commission's rules because: (1) Applicant is not affiliated with a dominant foreign carrier; (2) as a result of the transaction, Applicant will not be affiliated with any foreign carrier as defined in the Commission's rules; and (3) none of the other scenarios outlined in Section 63.12(c) of the Commission's rules apply.

### II. APPLICANT

### SelecTel, Inc. (FRN: 0018498352)

SelecTel, Inc. is a corporation organized under the laws of the State of Nevada. Its principal offices are located at 1825 N Bell St, Fremont, NE 68025.

In addition, Applicant is currently authorized, pursuant to certification, tariff, registration, notification or on an unregulated basis, to provide interexchange service in, District of Columbia, Florida, New York, Oregon, Pennsylvania and Washington. Applicant provides long distance services to residential customers.

Applicant has authority to Provide Global Facilities-Based and Resale Telecommunications Services<sup>2</sup>.

Transferor, a United States citizen, is the current 100% individual owner of SelecTel, Inc., and Transferees, all United States citizens, will own collectively 100% of the equity interests of SelecTel, Inc. following the consummation of the proposed transaction.

#### III. DESCRIPTION OF THE TRANSACTION

On August 1, 2011, Transferor and Transferees entered into a Stock Purchase Agreement (the "Agreement") under which Transferees will acquire from Transferor all of the issued and outstanding shares of SelecTel, Inc., however the closing is subject to obtaining all necessary state and federal approvals of Proposed Transaction. The consideration to be paid is all cash. Upon consummation of the proposed transaction, Transferees will own 100% of the equity interests in SelecTel, Inc. For the Commission's convenience, pre- and post-closing organization illustrative charts are provided as Exhibit B.

### IV. PUBLIC INTEREST STATEMENT

Approval of the Transaction is in the public interest because the Transferees will enhance economic efficiency by enabling Applicant to expand its own business and achieve economies of scale. These benefits will strengthen Applicant's ability to expand its offerings and services to a broader customer base. As a competitive provider of telephone services, Applicant will provide customers the positive benefit of access to existing and new product offerings.

The proposed Transaction will have no adverse effect on the current customers. The proposed transfer of control involves no disruption, impairment, or other changes in the entity providing service to customers, the facilities used to provide such services, or the rates, terms

<sup>&</sup>lt;sup>2</sup> IB File No. ITC- 214-2009-0326-00133 (held under the name Selectel, Inc.)

and conditions of such service. All existing tariffs will remain in place. In addition, the contact points for customers and Commission inquiries will remain the same after the transfer of control.

All existing customer service numbers/operations, contracts and procedures of Applicant will remain in place after the proposed Transaction, including procedures relating to billing and repair complaints. Further, the Transaction will not result in either a direct physical change in the environment or a reasonably foreseeable indirect physical change in the environment.

Further, as stated above, the transaction will be conducted in a manner that will not affect the ongoing service of existing customers. Following consummation of the Transaction,

Applicant will continue to provide high-quality communications services to its customers without interruption and without immediate change in rates, terms or conditions.

The Transaction poses no risk of anticompetitive impact in the U.S. international telecommunications marketplace. Applicant will hold only a miniscule share of the international telecommunications market and thus would have no ability to adversely affect competition. As the FCC has explained, such a risk occurs when a U.S. carrier is affiliated with a foreign carrier that has sufficient market power on the foreign end of a route to affect competition adversely in the U.S. market, but as no foreign carrier affiliations will result from this Transaction, consumers will not be harmed.

### V. INFORMATION REQUIRED BY SECTION 63.24(e) OF THE COMMISSION'S RULES

In support of this Application, the Applicant submits the following information pursuant to Section 63.24(e) of the Commission's rules, which is the information requested in paragraphs (a)-(d) and (o)-(p) of Section 63.18 for both Applicants and the information requested in paragraphs (h)-(n) of Section 63.18 for Applicant.

### (a) Name, address, and telephone number

Transferor: Lanz Jackson

SelecTel, Inc. 1825 N Bell St Fremont, NE 68025 FRN: 0018498352

Transferees: Matt O'Flaherty

Teri O'Flaherty Stacy Hergenrader SelecTel, Inc. 1825 N Bell St Fremont, NE 68025

FRN: 0018498352

### (b) Citizenship

SelecTel, Inc. is a corporation organized under the laws of the State of Nevada.

## (c) Correspondence concerning this Application should be sent to (Answer to IBFS Main Form Question 10):

Lance J.M. Steinhart Lance J.M. Steinhart P.C. 1725 Windward Concourse, Suite 150 Alpharetta, GA 30005

Tel: (770) 232-9200 Fax: (770) 232-9208

Email: lsteinhart@telecomcounsel.com

(d) International Section 214 Authorizations (Answer to IBFS Main Form Question 10)

Applicant provides domestic telecommunications services pursuant to the blanket Section 214

authority granted in Section 63.01 of the Commission's Rules, Section 214 authority to Provide

Global Facilities-Based and Resale Telecommunications Services pursuant to FCC File No. ITC-

214-2009-0326-00133.

Transferees, Matt O'Flaherty, Teri O'Flaherty and Stacy Hergenrader, have not received

authority from the FCC under Section 214 of the Act.

(h) Ten Percent Greater Interest Holders/Interlocking Directorates (Answer to IBFS Main

Form Question 11 and 12).

Information concerning the ten percent (10%) or greater shareholders of Transferor:

The Transferor and Transferees are "direct" shareholders. There are, and will be no other direct

or indirect shareholders in SelecTel, Inc.

The ownership of SelecTel, Inc. is as follows:

Lanz Jackson

SelecTel, Inc.

1825 N Bell St Fremont, NE 68025 100% Shareholder

### Information concerning the ten percent (10%) or greater shareholders of Transferees

### following transaction:

Name: Matt O'Flaherty

Business Address: 1825 N. Bell Street, Fremont, NE 68025

Principal business: Telecommunications

Citizenship: United States Percentage Ownership: 33.3%

Name: Teri O'Flaherty

Business Address: 1825 N. Bell Street, Fremont, NE 68025

Principal business: Telecommunications

Citizenship: United States Percentage Ownership: 33.3%

Name: Stacy Hergenrader

Business Address: 1825 N. Bell Street, Fremont, NE 68025

Principal business: Telecommunications

Citizenship: United States Percentage Ownership: 33.3%

Applicants do not have any interlocking directorates with a foreign carrier,<sup>3</sup> nor will Applicant have any such directorates or managers after consummation of the Transaction.

### (i) Foreign Carrier Affiliation Certification (Answer to IBFS Main Form Questions 14-17)

Applicant certifies that it is not a foreign carrier, that it is not affiliated with a foreign carrier as defined under the Commission's rules and that it will not become affiliated with a foreign carrier as a result of this Transaction.

### (j) Foreign Carrier and Destination Countries (Answer to IBFS Main Form Questions 14-17).

As evidenced by the signatures to this Application, Applicant certifies that upon consummation of the Transaction it will not provide international telecommunications services to any destination country in which: (1) Applicant is a foreign carrier in the destination market; (2)

<sup>&</sup>lt;sup>3</sup> As defined by 47 C.F.R. § 63.09(d).

Applicant controls a foreign carrier in the destination market; (3) any entity that owns more than twenty-five (25%) of Applicant, or that controls Applicant, controls a foreign carrier in the destination market; and (4) two or more foreign carriers (or parties that control foreign carriers) own, in the aggregate, more than twenty-five percent (25%) of Applicant and are parties to, or the beneficiaries of, a contractual relationship affecting the provision or marketing of international basic telecommunications services in the United States.

### (k) WTO Membership of Destination Countries (Answer to IBFS Main Form Questions 14-17).

Not applicable.

### (I) International Telecommunications Services (Answer to IBFS Main Form Questions 14-17).

Applicant will not resell the international switched services of an unaffiliated U.S. carrier for the purpose of providing international telecommunications services to a country where it is a foreign carrier or is affiliated with a foreign carrier.

## (m) Non-dominant Regulatory Classification (Answer to IBFS Main Form Questions 14-17).

Not applicable.

### (n) Special Concessions Certification (Answer to IBFS Main Form Question 21).

As evidenced by the signatures to this Application, Applicant has not agreed to accept special concessions directly or indirectly from any foreign carrier with respect to any U.S. international route where the foreign carrier possesses sufficient market power on the foreign end of the route to adversely affect competition in the U.S. market, and will not enter into such agreements in the future.

### (o) Federal Benefits/Anti-Drug Act of 1988 Certification (Answer to IBFS Main Form Question 25).

As evidenced by the signatures to this Application, the Applicant certifies, pursuant to Sections 1.2001 through 1.2003 of the Commission's rules that they are not subject to a denial of federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988. 21 U.S.C. § 862.

### (p) Eligibility for Streamlined Processing (Answer to IBFS Main Form Question 20).

Applicant requests streamlined processing of this Application pursuant to Section 63.12 of the Commission's rules, 47 C.F.R. § 63.12, for the reasons set forth above.

# VI. INFORMATION REQUIRED BY SECTION 63.04(b) OF THE COMMISSION'S RULES

In accordance with the requirements of Section 63.04(b) of the Commission's rules, the additional information required by Section 63.04(b) of the Commission's rules for transfer of control of assets is provided in **Exhibit A**.

#### VII. CONCLUSION

For the reasons stated above, Applicant respectfully submit that the public interest, convenience, and necessity would be furthered by grant of this Application for consent to the transfer of control of SelecTel, Inc., a holder of domestic and international section 214 authority, to Transferees.

SELECTEL, INC. (TRANSFEROR)

Lanz Jackson

Owner

SelecTel, Inc. 1825 N Bell St.,

Fremont, Nebraska 68025

Respectfully submitted,

SELEÇTEL, INC. (TRANSFEREE)

Matt O'Flaherty

President

SelecTel, Inc.

1825 N Bell St.,

Fremont, Nebraska 68025

SELECTEL, INC. (TRANSFEREE)

Teri O'Flaherty

SelecTel, Inc. 1825 N Bell St.,

Fremont, Nebraska 68025

SELECTEL, INC. (TRANSFEREE)

Stacy Hergenrader

SelecTel, Inc.

1825 N Bell St.,

Fremont, Nebraska 68025

### **Attorney for both Parties:**

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1725 Windward Concourse, Suite 150
Alpharetta, Georgia 30005
(770) 232-9200 (Telephone)
(770) 232-9208 (Facsimile)
lsteinhart@telecomcounsel.com (E-Mail)

Dated:

September 30, 2011

### **EXHIBIT A**

### DOMESTIC SECTION 214 TRANSFER OF CONTROL INFORMATION

Pursuant to Section 63.04 of the Commission's Rules, 47 C.F.R. § 63.04, Applicant requests authority to transfer control of SelecTel, Inc., a holder of domestic Section 214 authority. Applicant is filing a combined Application for this transfer of control pursuant to Section 63.04(b) of the Commission's Rules, 47 C.F.R. § 63.04(b). Applicants provide the following information in support of their request.

### 63.04(b)(6): Description of the Transaction

Section III of the Application contains a full description of the proposed Transaction.

### 63.04(b)(7): Description of Geographic Service Area and Services in Each Area

Applicant provides domestic resold intrastate and interstate telecommunications services on a retail basis in the following states: New York, Oregon, Pennsylvania and Washington.

### 63.04(b)(8): Presumption of Non-Dominance and Qualification for Streamlining

This Application is eligible for streamlined processing pursuant to Section 63.03(b)(2)(i) of the Commission's Rules, 47 C.F.R. § 63.03(b)(2)(i), because as a result of the proposed Transaction, Applicant will have market share in the interstate, interexchange market of substantially less than 10 percent and will provide competitive telephone exchange services exclusively in geographic areas serviced by a dominant local exchange

carrier that is not a party to the proposed Transaction, and none of the Applicants will be dominant with respect to any domestic service.

63.04(b)(9): Other Pending Commission Applications Concerning the Proposed Transaction

This Application is the only Application currently pending before the Commission in connection with the proposed transaction.

63.04(b)(10): Special Consideration

None.

63.04(b)(11): Waiver Requests (If Any)

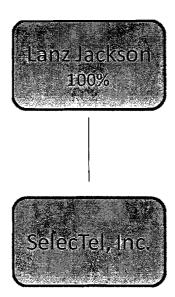
None.

63.04(b)(12): Public Interest Statement

Section IV of the Application contains the required public interest statement.

## EXHIBIT B Organizational Chart

Pre-Transactional Organizational Chart



### Post-Transactional Organizational Chart

